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OF ORIGINAL FILED**
Los Angeles Superior Court

JUN 02 2011

John A. Clarke, Executive Officer/Clerk
By Shaunya Wesley, Deputy

**SUPERIOR COURT OF THE STATE OF CALIFORNIA
FOR THE COUNTY OF LOS ANGELES**

THE PEOPLE OF THE STATE OF
CALIFORNIA, by and through the
CALIFORNIA CORPORATIONS
COMMISSIONER,

Plaintiff,

v.

JORGE ROMERO INVESTMENTS, INC., a
California corporation; MAXIMUM RETURN
INVESTMENTS, INC., a California
corporation; and JORGE ROMERO, an
individual,

Defendants.

Case No.: BC462695

**COMPLAINT FOR PERMANENT
INJUNCTION AND ANCILLARY RELIEF**

**(VIOLATION OF AN ORDER ISSUED BY
THE CALIFORNIA CORPORATIONS
COMMISSIONER)**

Preston DuFauchard, California Corporations Commissioner, acting to protect the public from unlawful and fraudulent sale of securities, brings this action in the public interest, in the name of the People of the State of California. The People of the State of California allege:

VENUE AND JURISDICTION

1. The California Corporations Commissioner ("Commissioner" or "Plaintiff") brings this action to enjoin defendants from violating an Order of the Commissioner issued under the Corporate Securities Law of 1968 (California Corporations Code section 25000, et seq.) and to enforce the defendants' compliance with the terms of the Commissioner's Order.

2. Plaintiff brings this action pursuant to California Corporations Code section 25530, in his capacity as head of the California Department of Corporations.

3. Defendants have failed to comply with an Order issued by the Commissioner. Defendants' failure to comply with the Order took place within Los Angeles County and other counties in the State of California. Violations of the Order described herein occurred and will continue to occur within Los Angeles County and throughout the State of California unless enjoined.

DEFENDANTS

4. Defendant Jorge Romero ("Romero") is an individual whose last known address is 7235 Zelzah Ave., Reseda, CA 91335. At all relevant times, Romero was the CEO and control person of Defendant Jorge Romero Investments, Inc. ("Jorge Romero Investments"). Jorge Romero Investments was incorporated under the laws of California on January 10, 2007. Its corporate status was suspended as of April 1, 2010.

5. At all relevant times, Romero was a control person of Defendant Maximum Return Investments, Inc. ("Maximum Return Investments"). Maximum Return Investments was incorporated under the laws of California on January 10, 2007. Its corporate status is currently suspended.

6. Romero, Jorge Romero Investments, and Maximum Return Investments are hereinafter collectively referred to as "Defendants."

STATEMENT OF FACTS

7. Beginning in 2007 or earlier, Defendants offered and sold unqualified securities, pursuant to California Corporations Code section 25110.

8. In connection with the offer and sale of these securities, Defendants made, or caused to be made, misrepresentations of material fact or omitted to state material facts necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading, pursuant to Corporations Code section 25401.

9. On November 10, 2010 the Commission issued a Statement in Support of Order Levying Administrative Penalties Pursuant to Corporations Code Section 25252; Claim for Ancillary Relief Pursuant to Corporations Code Section 25254; and Desist and Refrain Order against Defendants.

10. Defendants did not file a notice of defense or otherwise request a hearing.

11. On or about February 1, 2011 the Commissioner issued an Order Imposing Penalties and Ancillary Relief against Defendants ("Order").

11. The Order made findings of fact and conclusions of law. The Order found that Plaintiff had proved the allegations set forth in the Statement in Support of Order Levying Administrative Penalties Pursuant to Corporations Code Section 25252; Claim for Ancillary Relief Pursuant to Corporations Code Section 25254; and Desist and Refrain Order against Defendants.

12. The Order required that Defendants, jointly and severally, shall:

(A) Pay to the Commissioner administrative penalties in the sum of \$422,000.00 for violations of Corporations Code section 25110 and 25401.

(B) Make payment of full restitution consisting of the investors' investment principal in an amount of at least \$1,945,000.00, plus the legal rate of interest accumulated on the investment principal in the amount of \$473,867.00, for a total of amount of \$2,418,867.00

(C) Pay \$17,867.88 to the Commissioner for investigative expenses attorney's fees, and costs.

13. The Order was served on Defendants on March 31, 2011.

14. Defendants failed to seek reconsideration of the Order, file a writ of mandate or otherwise appeal the Order. The Order is now final.

15. As of today's date, over 30 days from the effective date of the Order, Defendants have failed to make any of the payments ordered by the Commissioner. Defendants have not contacted Plaintiff to request more time to comply with the Order. Defendants are in violation of the Commissioner's Order.

FIRST CAUSE OF ACTION

VIOLATION OF AN ORDER ISSUED BY

THE CALIFORNIA CORPORATIONS COMMISSIONER

**(AGAINST DEFENDANTS JORGE ROMERO, JORGE ROMERO INVESTMENTS, INC.,
and MAXIMUM RETURN INVESTMENTS, INC.)**

16. Plaintiff incorporates by reference paragraphs 1 through 15 of this Complaint as though fully set forth herein.

1 17. California Corporations Code section 25530, in pertinent part, provides:

2 (a) Whenever it appears to the commissioner that any person has engaged or is about
3 to engage in any act or practice constituting a violation of any provision of this
4 division or any rule or order hereunder, the commissioner may in the commissioner's
5 discretion bring an action in the name of the people of the State of California in the
6 superior court to enjoin the acts or practices or to enforce compliance with this law or
7 any rule or order hereunder. Upon a proper showing, a permanent . . . injunction . . .
8 shall be granted . . . or any other ancillary relief may be granted as appropriate.

9 . . .
10 (b) If the commissioner determines it is in the public interest, the commissioner may
11 include in any action authorized by subdivision (a) a claim for ancillary relief,
12 including but not limited to, a claim for restitution or disgorgement or damages on
13 behalf of the persons injured by the act or practice constituting the subject matter of
14 the action, and the court shall have jurisdiction to award additional relief.

15 (c) In any case in which a defendant is ordered by the court to pay restitution to a
16 victim, the court may in its order require the payment as a money judgment, which
17 shall be enforceable by a victim as if the restitution order were a separate civil
18 judgment, and enforceable in the same manner as is provided for the enforcement of
19 any other money judgment. Any order issued under this subdivision shall contain
20 provisions that are designed to achieve a fair and orderly satisfaction of the judgment.

21 (California Corporations Code § 25530.)

22 18. Plaintiff filed a Statement in Support of Order Levying Administrative
23 Penalties Pursuant to Corporations Code Section 25252; Claim for Ancillary Relief Pursuant
24 to Corporations Code Section 25254; and Desist and Refrain Order against Defendants for
25 alleged violations of the Corporate Securities Law of 1968 and the rules and regulations
26 thereunder.

27 19. Defendants did not request a hearing on the Statement in Support of Order
28 Levying Administrative Penalties Pursuant to Corporations Code Section 25252; Claim for
 Ancillary Relief Pursuant to Corporations Code Section 25254; and Desist and Refrain
 Order.

 20. The Commissioner issued an Order Imposing Penalties and Ancillary Relief
 on February 1, 2011.

 21. The Order required Defendants, jointly and severally, to pay penalties and
 restitution. The Order also required Defendants to pay to Plaintiff certain costs and fees.

22. To this date, Defendants have not made any such payments. As such, Defendants are in violation of the Order issued by the Commissioner.

23. Section 25530(a) of the California Corporations Code provides that when it appears that any person has engaged in a violation of any order issued under the Corporate Securities Law of 1968, the Commissioner may bring an action in the name of the People, in the Superior Court, to enjoin violation of and enforce compliance with the order.

24. The Commissioner seeks an injunction requiring Defendants to comply with the Order. Unless enjoined by this Court, Defendants will continue to violate the Order.

25. Section 25530(b) of the California Corporations Code provides that the Commissioner may include in an action authorized by subdivision (a) a claim for ancillary relief, including but not limited to, a claim for restitution or disgorgement or damages and the court shall have jurisdiction to award the additional relief.

26. The Commissioner seeks ancillary relief, in the form of restitution to investors and reimbursement of investigative costs and attorneys' fees, to effect the terms of the Order. Ancillary relief is necessary, in the public interest and is consistent with the purposes, policies and provisions of the Corporate Securities Law of 1968.

PRAYER

WHEREFORE, Plaintiff prays for a final judgment against Defendants Jorge Romero, Jorge Romero Investments, Inc., and Maximum Return Investments, Inc. as follows:

I. INJUNCTIVE RELIEF

For a Permanent Injunction, pursuant to California Corporations Code section 25530:

1. Enjoining and restraining Romero, Jorge Romero Investments, and Maximum Return Investments from violating the Order Imposing Penalties and Ancillary Relief; and
2. Compelling Romero, Jorge Romero Investments, and Maximum Return Investments to comply with the terms of the Order.

II. ANCILLARY RELIEF

For ancillary relief, pursuant to California Corporations Code section 25530, in accordance with the terms of the Order Imposing Penalties and Ancillary Relief, requiring Romero, Jorge Romero Investments, and Maximum Return Investments, jointly and severally, to:

1. Pay \$422,000.00 in administrative penalties for Defendants' violations of Corporations Code 25110 and 25401;
2. Pay restitution totaling \$1,945,000.00 to investors, plus the legal rate of interest accumulated on the investment principal, in the amount of \$473,867.00, for a total of amount of \$2,418,867.00; and
3. Reimburse Plaintiff \$17,867.88 for investigative expenses, attorney's fees, and costs.

III. THIS COURT TO RETAIN JURISDICTION

For an order that this Court shall retain jurisdiction of this action in order to implement and carry out the terms of all orders and decrees that may be entered herein or to entertain any suitable application or motion by Plaintiff for additional relief within the jurisdiction of this Court.

IV. OTHER RELIEF

For such other and further relief as this Court may deem necessary and proper.

Dated: May 31, 2011

PRESTON DuFAUCHARD
California Corporations Commissioner

By: _____
JOYCE TSAI
Corporations Counsel
Attorney for the People of California